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July 15, 2002

VIA FEDEX

State of Florida, Division of Corporations
New Filing Section
409 East Gaines Street
Tallahassee, FL 32314

Re: D'ANNE ABRAMS, L.C.
Our File No.: B-020011

600006444546--7
-07/16/02--01036--012
****125.00 ****125.00

Dear Sir or Ms.:

Enclosed please find the following:

1. Original Articles of Organization, together with duplicate copy.
2. Original Statement Designating Registered Agent and Office, together with duplicate copy.
3. Landis & Mallinger, P.L. Operating Account check no. 1178 in the amount of \$125.00 representing the State's filing fee.
4. Stamped return addressed envelope.

Please process and file the enclosed as appropriate and in addition, have each duplicate copy certified and stamped with the date of filing and returned to this office in the stamped envelope provided.

Should you have any questions or require any further information or documentation, please contact the undersigned.

Very truly yours,

MARTIN R. MALLINGER

MRM/sjg
Enclosures

FILED
02 JUL 16 AM 10:52
TALLAHASSEE, FLORIDA
/AL

**ARTICLES OF ORGANIZATION OF
D'ANNE ABRAMS, P.L.**

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TALLAHASSEE, FLORIDA
STATE

The undersigned certify that we have associated ourselves together for the purpose of becoming a professional limited liability company ("P.L.") under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of professional limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the professional limited liability company.

**ARTICLE I
NAME**

The name of the professional limited liability company ("Company") is D'ANNE ABRAMS, P.L.

**ARTICLE II
ADDRESS**

The mailing and street address of the principal office of the professional limited liability company is 5659 N.W. 119 WAY, CORAL SPRINGS, FLORIDA 33076, but it shall have the authority and power to establish branch offices at any other place or places as the members may designate.

**ARTICLE III
DURATION**

The period of duration for the professional limited liability company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent for the professional limited liability company in Florida is Martin R. Mallinger, Esq. The address of the Company's registered office in Florida is Landis & Mallinger, P.L., 980 North Federal Highway, Suite 302, Boca Raton,

Florida 33432.

ARTICLE V
PURPOSES AND POWERS

The professional limited liability company is authorized to conduct and transact any and all business lawful in the State of Florida for professional limited liability companies, including, but not limited to the professional practice of real estate sales and the providing of such lawful services as the members deem appropriate to further such professional practice.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit, the professional limited liability company to carry on any business, exercise any power or do any act which a professional limited liability company may not, under Florida laws, lawfully carry on, exercise or do.

ARTICLE VI
EXERCISE OF POWERS

All professional limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of, the members of this professional limited liability company. This Article may be amended from time to time in the Regulations of the Company by a unanimous vote of the members hereof.

ARTICLE VII
MANAGEMENT

The professional limited liability company is to be managed by the members, by and through their designated officers, whose names and addresses are: D'ANNE ABRAMS, 5659 N.W. 119 WAY, CORAL SPRINGS, FLORIDA 33076

The members may delegate to any or all of its members in the Regulations of the professional limited liability company, such management authority as the members may determine to be in the best interest of the professional limited liability company, subject to the provisions of Florida law, as amended from time to time.

ARTICLE VIII

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CLERK OF DISTRICT COURT
JALISCO, CALIF.

ADMISSION OF NEW MEMBERS

Members of the professional limited liability company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted. A member's interest in the professional limited liability company may not be sold or otherwise transferred except with unanimous written consent of the members and otherwise in compliance with the regulations of the Company. Additional capital may be contributed to the Company, but only on the written consent of all members.

ARTICLE IX
CONTINUATION OF BUSINESS

The remaining members of the Company have the right, upon their unanimous written consent, to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the professional limited liability company ("Dissolution Event").

ARTICLE X
CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$250.00 shall be paid to the professional limited liability company by each member named herein. Additional capital contributions will be made as required for investment purposes, as determined by the unanimous vote of the members. All members shall make equal contributions to the Company.

ARTICLE XI
PROFITS AND LOSSES

A. PROFIT SHARING. The members shall be entitled to the net profits arising from the operation of the professional limited liability company which remain after the payment of the expenses of conducting the business of the professional limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the professional limited liability company.

B. LOSSES. All losses that occur in the operation of the professional limited liability company shall be paid out of the capital of the Company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE XII
ADDITIONAL PROVISIONS

The power to adopt, alter, amend, or repeal the regulations of the professional limited liability company is vested entirely in the members.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 15th day of July, 2002, at Boca Raton, Palm Beach County, Florida.

By: D'Anne Abrams
D'ANNE ABRAMS, MEMBER

(C:\OFFICE\WPWIN\WPDOCS\CORP\ARTICLE01)

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE


STATE OF FLORIDA
COUNTY OF PALM BEACH

FILED
02 JUL 16 AM 10:52
STATE
TALLAHASSEE, FLORIDA

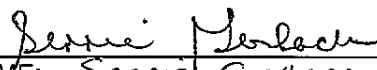
Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, and in accordance with Chapter 621, Florida Statutes, The Professional Service Corporation Act, the professional limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the professional limited liability company is D'ANNE ABRAMS, P.L.
2. The name of the Registered Agent for D'ANNE ABRAMS, P.L., is MARTIN R. MALLINGER, ESQ. and the street address of the Company's principal office where the agent is located is Landis & Mallinger, P.L., 980 North Federal Highway, Suite 302, Boca Raton, FL 33432-2704.
3. This statement is to acknowledge that, as indicated above, D'ANNE ABRAMS, P.L. has appointed me, MARTIN R. MALLINGER, ESQ., as its registered agent to accept service of process for the Company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Dated July 15, 2002.


NAME: MARTIN R. MALLINGER, ESQ.
TITLE: REGISTERED AGENT

The foregoing instrument was acknowledged before me this 15th day of July, 2002, by MARTIN R. MALLINGER, ESQ., agent on behalf of D'ANNE ABRAMS, P.L., a professional limited liability company, to me personally known or who produced _____ as identification.


NAME: Sennie Gerlach
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
COMMISSION NO. _____
MY COMMISSION EXPIRES: _____

(C:\D'ANNEABRAMS,P.L.\STATEMENTDESIGNATINGREGISTEREDAGENT01)

